

sec news digest

Issue 92-129

July 6, 1992

LIBRARY

JUL 07 1992

U.S. SECURITIES
EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDINGS

SETTLEMENT OFFER OF JAMES OBERWEIS ACCEPTED

The Commission announced the entry of an Order Instituting Public Administrative Proceedings, Making Findings and Imposing Remedial Sanctions against James Oberweis (Oberweis) and accepting Oberweis' Offer of Settlement.

Oberweis consented to the issuance of the Order without admitting or denying the Commission's findings. The Order contains findings that during the period from February 1988 through October 1988, while acting as CEO of Oberweis Securities, Inc. (O.S.I.), Oberweis failed to reasonably supervise Nicholas Zahareas (Zahareas), a registered representative employed by O.S.I. During that period, Zahareas executed numerous unauthorized transactions in the accounts of his customers and made affirmative misrepresentations to his customers. Oberweis violated Section 15(b)(4)(E)(ii) of the Exchange Act by failing reasonably to supervise Zahareas with a view toward preventing those violations.

The Commission's Order suspends Oberweis from acting in a proprietary or supervisory capacity with any broker or dealer for a period of one year beginning on the second Monday after the entry of the Commission's Order. (Rel. 34-30866)

CIVIL PROCEEDINGS

DISGORGEMENT ORDERED BY SUMMARY JUDGMENT; SWISS CITIZEN ENJOINED

The Commission announced that on June 18, 1992 the U.S. District Court for the District of Colorado granted the Commission's Motion for Summary Judgment against defendant Raymond L. Weilage, Jr. (Weilage) for disgorgement in the amount of \$159,000, plus \$83,074.63 in prejudgment interest.

Also on that date, a Final Judgment of Permanent Injunction from future violations of the registration and antifraud provisions was entered, by consent, against Daniel Rudolf von Fellenberg, a Swiss citizen. The Commission's Office of International Affairs acted as liaison with the Federal Office of Police Matters, Swiss Central Authority, that assisted the Commission by effecting service of process on von Fellenberg. [SEC v. SONIC ELECTRIC ENERGY CORPORATION, et al., Civil Action No. 91-A-1685, USDC Colo., filed September 26] (LR-13283)

FORMER DIRECTOR OF UNITED MEDICORP, INC. SUED

The Commission announced today the filing of a complaint in the U.S. District Court for the Northern District of Texas against Thomas C. Hollenshead. The complaint alleges that Hollenshead violated Sections 5(a) and 5(c) of the Securities Act of 1933, and Section 16(a) of the Securities Exchange Act of 1934 and Rule 16a-1 thereunder, in connection with the unlawful sale of unregistered stock issued by United Medicorp, Inc. (UMC). UMC is a Section 12(b) reporting company with common stock trading on the Boston Stock Exchange and through the National Association of Securities Dealers Automated Quotation System (NASDAQ). At the time of the alleged violations, Hollenshead was executive vice-president and a director of UMC.

The Commission's complaint alleges that in September 1990 and January 1991, Hollenshead sold a total of 198,800 shares of unregistered UMC stock for which he received approximately \$500,000. These shares had mistakenly been issued to Hollenshead without a restrictive legend after a reverse stock split in June 1990. Hollenshead's sales of UMC stock did not satisfy the holding period and other requirements of Rule 144. Hollenshead also did not file with the Commission or the Boston Stock Exchange statements on Form 4 reporting his changes in ownership in UMC stock.

The Commission is seeking in the lawsuit a permanent injunction, disgorgement and civil penalties. [SEC v. Thomas C. Hollenshead, USDC/ND TX, Dallas Division, CA NO. 3-92CV1252-T] (LR-13284)

THOMAS QUINN PERMANENTLY ENJOINED

The U.S. District Court in Chicago entered a Final Judgment and Order of Permanent Injunction against Thomas Quinn on June 17, 1992 finding that Quinn had violated, among other sections, the antifraud provisions of the federal securities laws in connection with the fraudulent offer and sale of securities of GSS Venture Capital Corporation and Max, Inc. The Court held that Quinn was an incorrigible securities law recidivist whose customary business activities appear to be devoted exclusively to securities fraud and also ordered Quinn to disgorge his ill gotten gains, such amount to be determined by a separate hearing. Quinn is currently serving a four-year prison sentence in France for related activities. He is also under federal indictment in Las Vegas for criminal securities law violations and faces criminal contempt charges for violation of the preliminary injunction in Chicago. [SEC v. ARNOLD KIMMES, THOMAS QUINN, MICHAEL WRIGHT, ET AL., N.D.Ill., Civil Action No. 89 C 5942] (LR-13286)

CIVIL COMPLAINT FILED AGAINST NICHOLAS ZAHAREAS, LOUISE ZAHAREAS AND PHILLIP T. HUSS

The Commission announced the filing on June 25, 1992 of a civil injunctive action in the District of Minnesota against Nicholas Zahareas, Louise Zahareas and Phillip T. Huss. The complaint seeks a permanent injunction against those individuals from future violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934, and Rule 10b-5 thereunder, as well as an accounting, disgorgement and prejudgment interest.

According to the complaint, from at least February 1988 through October 1988, while employed at Oberweis Securities, Inc., and from at least November 1988 through approximately January 1989, while employed at R. J. Steichen & Company, N. Zahareas engaged in unauthorized purchases of securities in the accounts of his customers and made affirmative misrepresentations to his customers regarding those transactions. The complaint alleges that L. Zahareas knew of and substantially assisted N. Zahareas in the above-mentioned activities. The complaint also alleges that from at least December 1987 through approximately January 1989, while employed at Summit Investment Corporation, Huss executed unauthorized purchases of securities and failed to execute sales in the accounts of his customers. [SEC v. Nicholas Zahareas, Louise Zahareas and Phillip T. Huss, Civil Action No. 3-92-CV-431, MN] (LR-13293)

TEMPORARY RESTRAINING ORDER IMPOSED AGAINST CAMPBELL (M.W.) & CO., LTD. AND MACK W. CAMPBELL

On June 26, 1992, the Commission filed a complaint in U.S. District Court for the Western District of Pennsylvania against Campbell (M.W.) & Co., Ltd. (Campbell & Co.) and Mack W. Campbell (Campbell) seeking a temporary restraining order, preliminary and permanent injunctions, disgorgement and prejudgment interest, a freeze of assets and an order of accounting. By Order dated June 26, 1992, the Honorable Alan N. Bloch imposed a temporary restraining order, which, inter alia, froze the defendants' assets.

The complaint alleges violations of the antifraud and broker-dealer registration provisions of the federal securities laws. From approximately March 1992 through the present, Campbell and Campbell & Co. engaged in a scheme to defraud investors by holding out Campbell & Co. as a broker-dealer offering U.S. treasury securities to public investors, inducing investors to part with their monies through use of false and misleading representations, and subsequently converting to their own use at least \$352,032 of investor funds. [SEC v. Campbell, (M.W.) & Co., Ltd., et. al., Civil Action No. 92-1511, W.D.Pa.] (LR-13290)

WINFRIED SCHUBERTH ENJOINED

The Commission announced that on June 15, 1992 the Honorable Sandra S. Beckwith, U.S. District Court Judge for the Southern District of Ohio, permanently enjoined Winfried Schuberth (Schuberth), formerly an officer and director of Qmax Technology Group, Inc. (Qmax), by consent, from further violations of the antifraud and books and records provisions of the federal securities laws. Schuberth is also enjoined from making false statements to auditors in connection with the required annual audit of a publicly owned company. The Court also ordered Schuberth to disgorge \$190,095.67, including prejudgment interest, which Schuberth obtained through the sale of shares of Qmax while in possession of material non-public information and ordered Schuberth to pay an additional civil penalty of \$472,500. The payment of the disgorgement and penalty was, however, waived based on Schuberth's inability to pay.

In its Complaint, the Commission alleged that between September 1985 and October 1988 Schuberth and others falsified the financial statements of Qmax and misled the independent auditors regarding non-existent sales, overstated sales and unrecorded allowances for uncollectible accounts. [SEC v. Qmax Technology Group Inc. et al, S. D. Ohio, No. C-3-91 383, September 27, 1991] (LR-13291)

COMPLAINT FILED AGAINST WILLIAM JOSEPH CALTABIANO, JR., HOWARD NEIL HOCHMAN AND MICHAEL KEITH HOWARD

The Commission announced that on July 2 it filed a civil complaint for injunctive relief in the U.S. District Court for the Southern District of New York against William Joseph Caltabiano, Jr. (Caltabiano), Howard Neil Hochman (Hochman) and Michael Keith Howard (Howard), all registered representatives.

The complaint alleges that Caltabiano, Hochman and Howard violated the antifraud provisions of the federal securities laws by engaging in numerous fraudulent and abusive sales practices in order to sell highly speculative securities to customers.

The complaint alleges, among other things, that Caltabiano, Hochman and Howard made false statements about various issuers of securities, made numerous baseless price predictions, made false statements that stock predictions were based on material inside information, made unauthorized trades in customer accounts, and misrepresented the minimum number of securities available for customer purchase.

The complaint alleges that as a result of these fraudulent sales practices, certain customers of Caltabiano, Hochman and Howard incurred over \$300,000 in realized and unrealized losses. [SEC v. William Joseph Caltabiano, Jr., Howard Neil Hochman and Michael Keith Howard, 92 Civ. 4906, USDC, SDNY] (LR-13298)

CRIMINAL PROCEEDINGS

JAMES GUERIN SENTENCED

The Commission and the U.S. Attorney for the Eastern District of Pennsylvania announced that on June 10, 1992 the Honorable Louis C. Bechtle sentenced James H. Guerin to a 15-year period of incarceration for money laundering and, concurrently, up to five years each for violations of the Anti-Apartheid and Arms Export Control Acts, and for securities and mail fraud, and tax evasion. Guerin was also fined \$25,000 and agreed to forfeit over \$5 million in assets.

The Indictment arose from activities between 1978 and 1989 of International Signal and Control Group, PLC (ISC) of Lancaster, Pennsylvania, a supplier of electronic military equipment. In November 1987, ISC merged with Ferranti PLC, then Great Britain's third largest defense contractor. Guerin recorded fictitious transactions with foreign customers to inflate ISC's financial statements. The objective of the fraud was to enhance the value of ISC stock so that Guerin could obtain financing, attract investors and merge ISC with Ferranti.

The U.S. Attorney's Office coordinated a task force of the SEC, IRS, FBI, Defense Criminal Investigation Service, Customs Service, and Bureau of Alcohol, Tobacco and Firearms. The Government received cooperation from Great Britain's Serious Fraud Office and Metropolitan Police, Belgium's National Police and the Italian Intelligence Service. [U.S. v. James H. Guerin, Crim. No. 91-601, Eastern District of Pennsylvania] (LR-13282)

INVESTMENT COMPANY ACT RELEASES

SBC PORTFOLIO MANAGEMENT INTERNATIONAL, INC.

An order has been issued pursuant to Section 9(c) of the Investment Company Act exempting SBC Portfolio Management International, Inc. (PMI) and its affiliated persons that in the future register as investment advisers under the Investment Advisers Act of 1940 or as broker/dealers under the Securities Exchange Act of 1934 from the provisions of Section 9(a) of the Investment Company Act. The exemptions apply solely with respect to an injunction entered against Swiss Bank Corporation, PMI's parent corporation, in 1975. (Rel. IC-18817 - June 30)

SUNAMERICA CAPITAL APPRECIATION FUND, INC., ET AL.

A conditional order has been issued under Section 17(d) of the Act and Rule 17d-1 thereunder on an application filed by SunAmerica Capital Appreciation Fund, Inc. and related entities permitting them to participate in one or the other of two joint accounts to be used to enter into repurchase agreements. (Rel. IC-18823 - July 1)

TASMANIAN PUBLIC FINANCE CORPORATION

A conditional order has been issued under Section 6(c) of the Investment Company Act exempting Tasmanian Public Finance Corporation from all provisions of the Act to permit it to issue debt securities in the United States. (Rel. IC-18829; International Series Rel. 407 - July 2)

HOLDING COMPANY ACT RELEASES

EASTERN UTILITIES ASSOCIATES

A supplemental order has been issued authorizing Eastern Utilities Associates (EUA), a registered holding company, to extend its authorization from December 31, 1992 to December 31, 1994 to issue and sell and/or acquire on the open market and sell 329,107 shares of common stock remaining from the 4.8 million shares previously authorized for its Dividend Reinvestment and Common Share Purchase Plan. In addition, EUA proposes through December 31, 1994, to issue and sell and/or acquire on the open market and sell up to an additional 1 million shares of its common stock. (Rel. 35-25568)

SIGNIFICANT NO-ACTION AND INTERPRETATIVE LETTERS

INTERPRETATION OF NEW RULES UNDER SECTION 16 OF THE EXCHANGE ACT

The Division of Corporation Finance has announced the publication of significant staff correspondence interpreting the new Section 16 rules. Copies of the letter may be obtained by writing to, or by making a request in person at, the Public Reference Room, Securities and Exchange Commission, 450 5th Street, N.W., Room 1024, Washington, D.C. 20549. Each request must state the name of the subject company, the Act and the Section of the Act to which it relates, and the public availability date.

<u>Letter</u>	<u>Availability Date</u>	<u>Subject</u>
Sonnenschein, Nath & Rosenthal	July 6, 1992	Rule 16a-1(c)(3)(ii), 16b-3(b)(3)(ii), 16b-3(d)(2)(i), 16b-3(d)(2)(i)(B) and 16b-3(f)(1)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- N-2 BLACKROCK 2001 TERM TRUST INC, 1285 AVE OF THE AMERICAS, NEW YORK, NY 10019
(212) 713-2848 - 11,500,000 (\$115,000,000) COMMON STOCK. UNDERWRITER:
PRUDENTIAL SECURITIES INC. (FILE 33-48764 - JUN. 24) (BR. 17 - NEW ISSUE)
- N-1A TCW/DW SMALL CAP GROWTH FUND, TWO WORLD TRADE CENTER, NEW YORK, NY 10048
(212) 392-1600 - INDEFINITE SHARES. UNDERWRITER: DEAN WITTER REYNOLDS INC. (FILE
33-48765 - JUN. 24) (BR. 16 - NEW ISSUE)
- S-6 DEFINED ASSET FUNDS MUNICIPAL INVT TR FD INSURED SERIES 180, P O BOX 9051,
C/O MERRILL LYNCH PIERCE FENNER & SMITH, PRINCETON, NY 08543 - INDEFINITE SHARES.
(FILE 33-48785 - JUN. 25) (BR. 22 - NEW ISSUE)
- S-6 DEFINED ASSET FUNDS MUNICIPAL INVT TR FD INTERM TERM SER 194, NEW YORK, NY 10005 -
INDEFINITE SHARES. (FILE 33-48786 - JUN. 25) (BR. 22 - NEW ISSUE)

REGISTRATIONS CONTINUED

- S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 657, IL (FILE 33-48787 - JUN. 25) (BR. 22 - NEW ISSUE)
- S-1 SUNSHINE MINING CO /DE, 200 CRESCENT CT STE 1350, DALLAS, TX 75201 (214) 855-8700 - 4,500,000 (\$4,781,250) COMMON STOCK. (FILE 33-48814 - JUN. 25) (BR. 6)
- S-8 EASEL CORP, 25 CORPORATE DR, BURLINGTON, MA 01803 (617) 221-2100 - 75,000 (\$1,696,875) COMMON STOCK. (FILE 33-48816 - JUN. 25) (BR. 9)
- S-8 EASEL CORP, 25 CORPORATE DR, BURLINGTON, MA 01803 (617) 221-2100 - 100,000 (\$1,923,000) COMMON STOCK. (FILE 33-48817 - JUN. 25) (BR. 9)
- S-8 FLEET FINANCIAL GROUP INC /RI/, 50 KENNEDY PLZ, PROVIDENCE, RI 02903 (401) 278-5800 (FILE 33-48818 - JUN. 25) (BR. 2)
- S-8 EASEL CORP, 25 CORPORATE DR, BURLINGTON, MA 01803 (617) 221-2100 - 250,000 (\$5,656,250) COMMON STOCK. (FILE 33-48819 - JUN. 25) (BR. 9)
- S-8 CHRONIMED INC, 13911 RIDGEDALE DR, MINNETONKA, MN 55343 (612) 541-0239 - 775,000 (\$4,068,750) COMMON STOCK. (FILE 33-48820 - JUN. 25) (BR. 6)
- S-8 CHRONIMED INC, 13911 RIDGEDALE DR, MINNETONKA, MN 55343 (612) 541-0239 - 125,000 (\$656,250) COMMON STOCK. (FILE 33-48821 - JUN. 25) (BR. 6)
- S-8 FUTURE NOW INC, 2722 EAST KEMPER RD, CINCINNATI, OH 45241 (513) 771-7110 - 360,000 (\$2,220,000) COMMON STOCK. (FILE 33-48822 - JUN. 25) (BR. 10)
- S-4 FIRST TENNESSEE NATIONAL CORP, 165 MADISON AVE, MEMPHIS, TN 38103 (901) 523-4444 - 4,729,738 (\$135,412,399) COMMON STOCK. (FILE 33-48823 - JUN. 25) (BR. 1)
- S-8 UST INC, 100 W PUTNAM AVE, GREENWICH, CT 06830 (203) 661-1100 - 10,400,000 (\$276,900,000) COMMON STOCK. (FILE 33-48828 - JUN. 26) (BR. 3)
- S-8 MERRILL LYNCH & CO INC, 250 VESEY ST, WORLD FINANCIAL CENTER NORTH TOWER, NEW YORK, NY 10281 (212) 449-2940 - 1,000,000 (\$46,250,000) COMMON STOCK. (FILE 33-48846 - JUN. 25) (BR. 12)
- S-8 ALAFIRST BANCSHARES INC, 255 GRANT ST S E, DECATUR, AL 35601 (205) 353-2530 - 52,500 (\$586,845) COMMON STOCK. (FILE 33-48847 - JUN. 25) (BR. 2)
- S-8 MICROTERRA INC, 621 N W 53RD ST STE 370, BOCA RATON, FL 33487 (407) 997-2280 - 100,000 (\$200,000) COMMON STOCK. 105,000 (\$236,250) COMMON STOCK. (FILE 33-48859 - JUN. 25) (BR. 8)
- S-8 KENDALL SQUARE RESEARCH CORP/DE, 170 TRACER LANE, WALTHAM, MA 02154 (617) 742-9100 - 262,500 (\$2,772,656.25) COMMON STOCK. (FILE 33-48881 - JUN. 26) (BR. 9)
- S-8 KENDALL SQUARE RESEARCH CORP/DE, 170 TRACER LANE, WALTHAM, MA 02154 (617) 742-9100 - 929,210 (\$9,814,780.63) COMMON STOCK. (FILE 33-48882 - JUN. 26) (BR. 9)
- S-8 NATIONS BANK CORP, NATIONS BANK PLZ, CHARLOTTE, NC 28255 (704) 386-5000 - 7,000,000 (\$312,375,000) COMMON STOCK. (FILE 33-48883 - JUN. 26) (BR. 1)
- S-8 HEALTH CARE & RETIREMENT CORP / DE, ONE SEAGATE, TOLEDO, OH 43604 (419) 247-5600 - 1,933,000 (\$33,015,640) COMMON STOCK. (FILE 33-48885 - JUN. 26) (BR. 6)

ACQUISITION OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the percent owned; and Column 7 - the status of the filing, i.e., new, update or revision.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
INSITUFORM GROUP LIMITED PARKWOOD LTD ET AL	COM 13D	6/24/92	1,970 19.7	45766310 20.3	UPDATE
INSITUFORM NORTH AMER INC RINGWOOD LTD ET AL	CLASS A 13D	6/24/92	899 11.2	45766410 11.4	UPDATE
INTERLAKE CORP FIRST CAPITAL CO/CHICAGO ET AL	COM 13D	6/18/92	5,385 51.4	45870210 0.0	NEW
KEYCORP FIDELITY INTL LTD	COM 13D	6/23/92	4,475 6.3	49326310 7.3	UPDATE
KEYCORP FMR CORP	COM 13D	6/23/92	4,475 6.3	49326310 7.3	UPDATE
LAWSON MARDON GROUP LTD CAISSE DE DEPOT DU QUEBEC	CL A SUB VTG 13D	6/17/92	2,565 9.0	52099010 8.4	UPDATE
LIVE ENTERTAINMENT INC CAROLCO PICTURES ET AL	COM 13D	6/12/92	6,033 50.0	53803210 53.9	UPDATE
NEOZYME CORP HARRIS IRVING B	COM 13D	6/16/92	115 5.6	64099510 0.0	NEW
OVERSEAS SHIPHOLDING GROUP I ARCHER DANIELS MIDLAND	COM 13D	6/18/92	3,124 9.5	69036810 7.6	UPDATE
SCITEX LTD IDB DEVELOPMENT CORP LTD ET AL	ORD 13D	5/20/92	9,549 22.7	80909010 22.7	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
SOFTWARE TOOLWORKS INC	COM PAR \$0.01		2,180	83404420	
STATE OF WISCONSIN INVEST BD	13D	6/ 3/92	8.5	5.3	UPDATE
SOUTHERN UN CO NEW	COM		1,730	84403010	
LINDEMANN GEORGE L ET AL	13D	6/19/92	33.0	30.5	UPDATE
SUN COAST PLASTICS INC	COM		913	86667020	
SUN COAST/LB ASSOC ET AL	13D	6/24/92	26.0	23.3	UPDATE
SUNGARD DATA SYS INC	COM		925	86736310	
STATE OF WISCONSIN INVEST BD	13D	6/16/92	6.1	7.4	UPDATE
TW HLDGS INC	COM		46,893	87309810	
CONISTON PARTNERS ET AL	13D	6/25/92	41.9	41.9	UPDATE
TRINITY INDS INC	COM		1,525	89652210	
GAMCO INVESTORS INC ET AL	13D	6/25/92	7.2	8.2	UPDATE
TRIPLE THREAT ENTERPRISES	COM		4,480	89674010	
DELL JOHN EDWARD	13D	6/19/92	35.2	30.5	UPDATE
TUBOS DE ACERO DE MEXICO S A ADR NEW			3,425	89859250	
STATE OF WISCONSIN INVEST BD	13D	5/28/92	6.2	5.1	UPDATE
AMERICAN RLTY TR	COM PAR \$0.01		417	02917740	
CARTER DONALD C	13D	6/23/92	16.5	0.0	NEW
AMERN TELEV & COMM INC NEW	CL A		0	03018710	
GAMCO INVESTORS INC ET AL	13D	6/29/92	0.0	10.6	UPDATE
APPLIED MICROBIOLOGY INC	COM		326	03899110	
MEDICAL RESEARCH FNDTN N Y	13D	2/28/92	4.5	0.0	NEW
BET HLDGS INC	CL A		1,518	08658510	
TIME WARNER ENTERTAINMENT	13D	6/30/92	7.3	0.0	NEW
BET HLDGS INC	COM CL B		1,518	08658599	
TIME WARNER ENTERTAINMENT	13D	6/30/92	45.3	0.0	NEW
BLESSINGS CORP	COM		2,748	09353210	
WILLIAMSON-DICKIE MFG CO	13D	6/29/92	56.3	0.0	NEW
CHAMPION PARTS INC	COM		269	15860910	
GENERAL REFRACTORIES ET AL	13D	6/26/92	7.4	7.4	UPDATE
D S BANCOR INC	COM		185	23290710	
INVESCO MIM INC ET AL	13D	6/16/92	7.7	9.4	UPDATE
DF SOUTHEASTERN INC	COM		916	23291510	
FIRST UNION CORP	13D	6/29/92	20.1	0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
DATAPOINT CORP EDELMAN ASHER B. ET AL	COM PAR 130	\$0.25 6/29/92	4,339 32.1	23810020 32.3	UPDATE
FRETTER INC ROTH JACK	COM 130	6/24/92	692 4.9	35832110 5.1	UPDATE
GREENTREE SOFTWARE INC PETERSEN ERIC C	COM 130	6/25/92	440 4.7	39579310 4.7	UPDATE
MAS VENTURES LTD BAILEY HERBERT ET AL	COM 130	6/11/92	13,483 67.4	55296110 50.1	UPDATE
MAGELLAN TECH INC OLIVER TIMOTHY J	COM 130	6/16/92	4,750 11.2	55909210 0.0	NEW
MARATHON FINL CORP BOARD W HOUSTON III	COM 130	6/ 1/92	67 8.0	56580099 0.0	NEW
MARATHON FINL CORP BRUMBACK FRANK H	COM 130	6/ 1/92	69 8.3	56580099 0.0	NEW
MARATHON FINL CORP GOOD CLIFTON L	COM 130	6/ 1/92	59 7.0	56580099 0.0	NEW
MARATHON FINL CORP HOLLIS JOSEPH W	COM 130	6/ 1/92	62 7.4	56580099 0.0	NEW
MARATHON FINL CORP IRVIN GEORGE R JR	COM 130	6/ 1/92	65 7.8	56580099 0.0	NEW
MARATHON FINL CORP KIDWELL GERALD H	COM 130	6/ 1/92	62 7.4	56580099 0.0	NEW
MARATHON FINL CORP SPANGLER LEWIS W	COM 130	6/ 1/92	46 5.5	56580099 0.0	NEW
MICRONICS COMPUTERS INC CHANG DEAN FAMILY TRUST	COM 130	5/ 6/92	778 7.4	59512710 8.5	UPDATE
NORTH LILY MINING CO HENDRIKSZ ANTON R ET AL	COM 130	6/ 5/92	2,696 12.1	66046110 6.5	UPDATE
PEC ISRAEL ECONOMIC CORP IDB DEVELOPMENT CORP LTD ET AL	COM 130	6/ 1/92	13,194 83.7	70509810 77.0	UPDATE
ROBERN APPAREL INC HELM RESOURCES INC	COM 130	6/30/92	314 8.1	77029310 15.6	UPDATE
ROBERN APPAREL INC HELM RESOURCES INC	SER A WTS 130	6/30/92	84 6.3	77029311 15.4	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ XOMED	CUSIP/ PRIOR%	FILING STATUS
ROBERN APPAREL INC HELM RESOURCES INC	SER B WTS 13D	6/30/92	230 26.7	77029312 46.5	UPDATE
SOUTH CAROLINA FED CORP FIRST UNION CORP	COM 13D	6/22/92	512 18.9	83701410 18.9	UPDATE
STATE FINL SVCS CORP DUDEK EDWARD A ET AL	CL A 13D	6/11/92	82 7.8	85685510 4.8	UPDATE
STATE FINL SVCS CORP FALBO MICHAEL J	CL A 13D	6/11/92	25 2.3	85685510 2.1	UPDATE
STATE FINL SVCS CORP HOLZ JEROME J	CL A 13D	6/11/92	464 43.8	85685510 4.0	UPDATE
STATE FINL SVCS CORP HOLZ R W LIVING TR	CL A 13D	6/11/92	250 23.6	85685510 0.0	NEW
SUNWARD TECHNOLOGIES INC MENLO VENTURES III	COM 13D	6/22/92	1,319 4.1	86792710 11.1	UPDATE
WASTEC INC ACTIGRO CORP	COM 13D	6/22/92	455 39.2	94106710 0.0	NEW
WHITTAKER CORP SCHLOSS MARCUS & CO INC	COM PAR \$0.01 13D	6/29/92	780 9.6	96668040 7.2	UPDATE
WOODWARD GOVERNOR CO WOODWARD GOVERNOR PRF SHRG PLN	COM 13D	6/18/92	793 57.8	98074510 37.4	UPDATE

RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events:

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Resignations of Registrant's Directors.
- Item 7. Financial Statements and Exhibits.
- Item 8. Change in Fiscal Year.

The following companies have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Room (when ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
DURR FILLAUER MEDICAL INC	DE					X	X			07/01/92	
EPITOPE INC/OR/	OR					X	X			06/21/92	
FBS MORTGAGE CORP MOR PA THR CERT SERIES	NV	NO	ITEMS							06/22/92	
FBS MORTGAGE CORP MORT PAS THR CERT SERI	NV	NO	ITEMS							06/22/92	
FBS MORTGAGE CORP MORT PASS THRO CERT SE	NV	NO	ITEMS							06/22/92	
FBS MORTGAGE CORP MORTGAGE PAS THR CERT	NV	NO	ITEMS							06/22/92	
FBS MORTGAGE CORP MORTGAGE PASS THR CERT	NV	NO	ITEMS							06/22/92	
FBS MORTGAGE CORP MORTGAGE PASS THR CERT	NV	NO	ITEMS							06/22/92	
FBS MORTGAGE CORP MORTGAGE PASS THR CERT	NV	NO	ITEMS							06/22/92	
FBS MORTGAGE CORP MORTGAGE PASS THR CERT	NV	NO	ITEMS							06/22/92	
FBS MORTGAGE CORP MORTGAGE PASS THR CERT	NE	NO	ITEMS							06/22/92	
FIRST BANK SYSTEM INC	DE							X		04/30/92	AMEND
GENERAL MOTORS CORP	DE				X					06/30/92	
GEORGIA POWER CO	GA			X	X					06/25/92	
HANSON JOHN BANCORP INC	MD			X						06/26/92	
HEART TECHNOLOGY INC /DE	DE			X						06/18/92	
HQ OFFICE INTERNATIONAL INC	DE	X	X							05/16/92	
INTERNATIONAL CONTAINER SYSTEMS INC	DE	NO	ITEMS							04/23/92	
MARGATE INDUSTRIES INC	DE			X						06/24/92	
PNF INDUSTRIES INC	DE			X						05/14/92	AMEND
RHNB CORP	SC	NO	ITEMS							06/16/92	AMEND
RINGSIDE INTERNATIONAL BROADCASTING CORP	FL	X	X				X			06/25/92	
SIERRA REAL ESTATE EQUITY TRUST 84 CO	MO	X	X	X						06/11/92	
TELETIMER INTERNATIONAL INC	DE			X	X					06/08/92	
TRINOVA CORP	OH			X	X					07/01/92	
VISX INC	DE						X			06/03/92	AMEND